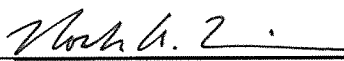


**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

arbitration provisions of the Note; (b) staying these proceedings pending the completion of arbitration; and (c) preserving all of EFP's rights and defenses pending the completion of arbitration.

Respectfully submitted,

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New York, New York

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